

EXHIBIT 5

EXTENDED TOLLING AGREEMENT

WHEREAS, the Division of Enforcement ("Division") of the United States Securities and Exchange Commission ("Commission") has notified Michael L. Cohen ("Cohen"), through his counsel, that the Division is conducting an investigation entitled In the Matter of Libyan Investment Authority (B-2646) (the "investigation") to determine whether there have been violations of certain provisions of the federal securities laws;

WHEREAS, in connection with the investigation, the Division and Cohen have executed tolling agreements for the periods from November 26, 2012 through November 25, 2013, and December 23, 2013 through June 23, 2014;


WHEREAS, the Division and Cohen wish to further extend the tolling period;

ACCORDINGLY, IT IS HEREBY AGREED by and between the parties that:

1. the running of any statute of limitations applicable to any action or proceeding against Cohen authorized, instituted, or brought by or on behalf of the Commission or to which the Commission is a party arising out of the investigation ("any proceeding"), including any sanctions or relief that may be imposed therein, is tolled and suspended for the period beginning on June 24, 2014 through September 30, 2014 (the "tolling period");
2. Cohen and any of his agents or attorneys shall not include the tolling period in the calculation of the running of any statute of limitations or for any other time-related defense applicable to any proceeding, including any sanctions or relief that may be imposed therein, in asserting or relying upon any such time-related defense;
3. nothing in this agreement shall affect any applicable statute of limitations defense or any other time-related defense that may be available to Cohen before the commencement of the tolling period or be construed to revive any proceeding that may be barred by any applicable statute of limitations or any other time-related defense before the commencement of the tolling period;
4. the running of any statute of limitations applicable to any proceeding shall commence again after the end of the tolling period, unless there is an extension of the tolling period executed in writing by and on behalf of the parties hereto; and
5. nothing in this agreement shall be construed as an admission by the Commission or Division relating to the applicability of any statute of limitations to any proceeding, including any sanctions or relief that may be imposed therein, or to the length of any limitations period that may apply, or to the applicability of any other time-related defense.

This instrument contains the entire agreement of the parties and may not be changed orally, but only by an agreement in writing.

SECURITIES AND EXCHANGE COMMISSION
DIVISION OF ENFORCEMENT

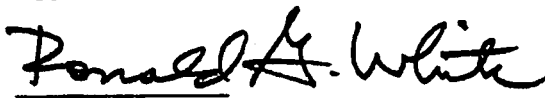
By: 
Paul G. Block
Assistant Regional Director
Foreign Corrupt Practices Act Unit

Date: 6/25/14

MICHAEL L. COHEN

By:  Date: 6/23/14

Approved as to Form:


Ronald G. White
Morrison & Foerster LLP

Counsel to Michael L. Cohen

Date: 6/23/14.